



METRO HOLDINGS LIMITED

The Board of Directors of Metro Holdings Limited is pleased to announce the following:-

UNAUDITED RESULTS FOR THE FULL YEAR ENDED 31 MARCH 2010

1(a) An income statement (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Group		%	Group		%
	4th Qtr ended 31-Mar-2010 \$'000	4th Qtr ended 31-Mar-2009 \$'000		Full Year ended 31-Mar-2010 \$'000	Full Year ended 31-Mar-2009 \$'000	
Revenue	39,917	34,680	15.10	150,981	138,508	9.01
Cost of Revenue	(25,811)	(22,335)	15.56	(107,589)	(93,297)	15.32
Gross Profit	14,106	12,345	14.26	43,392	45,211	(4.02)
Other income including interest income	18,208	26,459	(31.18)	75,144	39,978	87.96
Gain/(deficit) from fair value adjustments on investment properties	49,682	(44,589)	(211.42)	49,682	(44,589)	(211.42)
General and administrative expenses	(5,993)	(8,982)	(33.28)	(22,371)	(26,192)	(14.59)
Profit from operating activities	76,003	(14,767)	(614.68)	145,847	14,408	912.26
Finance costs	(2,725)	(1,992)	36.80	(9,372)	(10,283)	(8.86)
Share of associated companies' results (net of tax)	(5,044)	45,304	(111.13)	(21,524)	34,822	(161.81)
Profit from operating activities before taxation	68,234	28,545	139.04	114,951	38,947	195.15
Taxation	(12,267)	9,649	(227.13)	(20,962)	676	n.m.
Profit after taxation	55,967	38,194	46.53	93,989	39,623	137.21
Attributable to:						
Shareholders of the Company	55,977	38,183	46.60	93,861	39,411	138.16
Minority interests	(10)	11	(190.91)	128	212	(39.62)
	55,967	38,194	46.53	93,989	39,623	137.21

1(a) (i) Statement of Comprehensive Income

With effect from 1 January 2009, FRS1 *Presentation of Financial Statement* requires an entity to present all non-owner changes in equity in a Statement of Comprehensive Income. Non-owner changes will include income and expenses recognized directly in equity. This is a change of presentation and does not affect the recognition or measurement of the entity's transactions. Previously, such non-owner changes were included in the Statement of Changes in Equity.

	Group			Group		
	4th Qtr ended 31-Mar-2010 \$'000	4th Qtr ended 31-Mar-2009 \$'000	% Change	Full Year ended 31-Mar-2010 \$'000	Full Year ended 31-Mar-2009 \$'000	% Change
Profit for the period	55,967	38,194	46.53	93,989	39,623	137.21
Other comprehensive income						
Currency translation adjustments on foreign operations	(2,312)	37,757	(106.12)	(54,620)	80,063	(168.22)
Changes in fair value of available-for-sale assets	(9,287)	4,238	(319.14)	21,824	(66,579)	(132.78)
Surplus on revaluation of investment properties	-	8,151	(100.00)	-	8,151	(100.00)
Share of other comprehensive income of associates	4,786	(6,383)	(174.98)	6,860	(7,532)	(191.08)
Other comprehensive (expense)/income for the period, net of tax	(6,813)	43,763	(115.57)	(25,936)	14,103	(283.90)
Total comprehensive income for the period	<u>49,154</u>	<u>81,957</u>	(40.02)	<u>68,053</u>	<u>53,726</u>	26.67
Attributable to:						
Shareholders of the Company	49,736	81,539	(39.00)	66,878	56,675	18.00
Minority interests	(582)	418	(239.23)	1,175	(2,949)	(139.84)
	<u>49,154</u>	<u>81,957</u>	(40.02)	<u>68,053</u>	<u>53,726</u>	26.67

Currency translation adjustments on foreign operations are mainly a result of the Group's exposure to the effects of fluctuations in foreign currency exchange rates primarily in relation to Chinese renminbi as most of the Group's investment properties are situated in the People's Republic of China. Whenever possible, the Group seeks to maintain a natural hedge through the matching of liabilities, including borrowings, against assets in the same currency.

Changes in fair value of available-for-sale assets relates to fluctuations in the fair value of the Group's investments in Shui On Land Ltd.

1 (a) (ii)

Revenue

Revenue of the Group comprises sales of goods and services and net commission from concessionaires.

Turnover of the Group reported on a gross transaction basis, which represents the value of the overall activity of the Group based on the gross value achieved by the concessionaire on the sale, is presented as follows:-

	Group			Group		
	4th Qtr ended 31-Mar-2010 \$'000	4th Qtr ended 31-Mar-2009 \$'000	% Change	Full Year ended 31-Mar-2010 \$'000	Full Year ended 31-Mar-2009 \$'000	% Change
Retail	45,575	35,226	29.38	167,536	147,943	13.24
Property	14,055	14,996	(6.28)	54,654	52,341	4.42
	<u>59,630</u>	<u>50,222</u>	18.73	<u>222,190</u>	<u>200,284</u>	10.94

1(a) (iii) Profit before taxation is arrived at after accounting for:-

	Group			Group		
	4th Qtr ended 31-Mar-2010 \$'000	4th Qtr ended 31-Mar-2009 \$'000	% Change	Full Year ended 31-Mar-2010 \$'000	Full Year ended 31-Mar-2009 \$'000	% Change
Cost of sales and general and administrative expenses includes:-						
Inventories recognised as an expense	(9,806)	(6,783)	44.57	(44,868)	(40,141)	11.78
Depreciation	(791)	(490)	61.43	(2,614)	(1,981)	31.95
Provision for obsolete inventory	(58)	(4)	n.m.	(115)	(14)	721.43
Write off of inventory	(52)	(141)	(63.12)	(856)	(1,423)	(39.85)
Provision for doubtful debts	(310)	(23)	n.m.	(310)	(261)	18.77
Rental expenses	(5,361)	(4,020)	33.36	(18,270)	(16,847)	8.45
Foreign exchange gain/ (loss)	-	-	-	950	-	(100.00)
Other income including interest income includes:-						
Changes in fair value of held-for-trading investments	2,932	3,130	(6.33)	17,356	(15,706)	(210.51)
Dividends from quoted and unquoted investments	1,162	1,157	0.43	3,440	5,864	(41.34)
Dividends from unquoted investments	-	5,458	(100.00)	-	5,458	(100.00)
Profit on disposal of available-for-sale investments	-	-	-	2,056	-	100.00
Profit/ (loss) on disposal of held-for-trading investments	9	(132)	(106.82)	1,001	(3,713)	(126.96)
Interest income	9,621	7,691	25.09	39,517	32,538	21.45
Gain on exercise of call option	1,702	-	100.00	1,702	-	100.00
Negative goodwill (net of put/call options)	-	1,504	(100.00)	-	1,504	(100.00)
Management and advisory fees	485	410	18.29	1,783	1,980	(9.95)
Foreign exchange gain	97	2,294	(95.77)	1,603	3,440	(53.40)

1 (a) (iv) Share of Associated Companies' results (net of tax)

	Group			Group		
	4th Qtr ended 31-Mar-2010 \$'000	4th Qtr ended 31-Mar-2009 \$'000	% Change	Full Year ended 31-Mar-2010 \$'000	Full Year ended 31-Mar-2009 \$'000	% Change
The Group's share of associated companies' results consists of:-						
-Operating results	(10,161)	(7,700)	31.96	(26,197)	(18,097)	44.76
- Negative goodwill	686	-	100.00	686	-	100.00
- Fair value adjustments (net of tax of \$3.0 million, 2009: \$16.9 million)	5,173	53,596	(90.35)	5,173	53,596	(90.35)
-Taxation	(742)	(592)	25.34	(1,186)	(677)	75.18
	<u>(5,044)</u>	<u>45,304</u>	<u>(111.13)</u>	<u>(21,524)</u>	<u>34,822</u>	<u>(161.81)</u>

The negative goodwill resulted from the acquisition of an effective 10.7% interest in certain associated companies which are involved in developing three properties in Anshan, Fushun and Qinhuangdao in the PRC.

1(a) (v) Taxation

	Group			Group		
	4th Qtr ended 31-Mar-2010 \$'000	4th Qtr ended 31-Mar-2009 \$'000	% Change	Full Year ended 31-Mar-2010 \$'000	Full Year ended 31-Mar-2009 \$'000	% Change
Current Year Tax	1,400	2,154	(35.00)	7,971	8,854	(9.97)
Over provision in respect of prior years	(789)	(1,505)	(47.57)	(3,220)	(1,476)	118.16
Deferred Tax	11,639	(10,320)	(212.78)	16,117	(8,282)	(294.60)
Withholding Tax	17	22	(22.73)	94	228	(58.77)
	<u>12,267</u>	<u>(9,649)</u>	<u>(227.13)</u>	<u>20,962</u>	<u>(676)</u>	n.m.

The tax charge of the Group for the year ended 31 March 2010, excluding share of associated companies' results which is already stated net of tax, is higher than that derived by applying the standard rate applicable to company profits mainly due to higher tax rates applied to overseas subsidiaries and losses in jointly controlled entity and subsidiaries which are not available for set off against Group results for tax purposes and expenditure not deductible for tax purposes.

The deferred tax is a tax charge this year as compared with a credit in 4QFY2009 and FY2009 as the current 4QFY2010 and FY2010 included a gain from fair value adjustments in investment properties as compared to a deficit in the previous corresponding periods.

1(b) (i) A balance sheet (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year

Balance Sheets as at

	Group		Company	
	31-Mar-2010 \$'000	31-Mar-2009 \$'000	31-Mar-2010 \$'000	31-Mar-2009 \$'000
Non-current assets				
Property, plant and equipment	13,720	11,965	7,895	8,525
Investment properties	630,773	514,480	-	-
Investment properties under development	-	134,782	-	-
Subsidiaries	-	-	17,174	16,874
Amounts due from subsidiaries	-	-	481,718	447,589
Associated companies	50,545	65,252	500	500
Amounts due from associated companies	255,337	211,660	-	-
Amounts due from jointly controlled entities	55,807	41,311	-	-
Investments	58,997	62,726	-	-
	<u>1,065,179</u>	<u>1,042,176</u>	<u>507,287</u>	<u>473,488</u>
Current assets				
Inventories	11,306	10,868	-	-
Accounts receivable	12,690	16,670	171	759
Deposits and prepayments	4,717	3,629	334	171
Tax recoverable	-	426	-	426
Short term investments	44,040	22,072	-	-
Collateral assets	51,625	24,560	-	-
Pledged fixed deposits	26,752	31,383	17,028	17,021
Cash and cash equivalents	147,372	161,658	1,381	12,224
	<u>298,502</u>	<u>271,266</u>	<u>18,914</u>	<u>30,601</u>
Current liabilities				
Bank borrowings	72,658	86,693	-	-
Accounts payable	75,766	94,853	4,882	4,899
Other liabilities	-	2,352	-	-
Provision for taxation	4,711	12,356	110	-
	<u>153,135</u>	<u>196,254</u>	<u>4,992</u>	<u>4,899</u>
Net current assets	145,367	75,012	13,922	25,702
Non-current liabilities				
Bank borrowings	140,536	111,122	-	-
Amount owing to subsidiaries	-	-	275,965	276,912
Financial guarantee	357	447	357	447
Deferred taxation	73,947	69,047	418	440
	<u>(214,840)</u>	<u>(180,616)</u>	<u>(276,740)</u>	<u>(277,799)</u>
	<u>995,706</u>	<u>936,572</u>	<u>244,469</u>	<u>221,391</u>
Shareholders' equity				
Share capital	130,379	126,155	130,379	126,155
Treasury shares	(1,397)	(266)	(1,397)	(266)
Reserves	861,959	808,103	115,487	95,502
	<u>990,941</u>	<u>933,992</u>	<u>244,469</u>	<u>221,391</u>
Minority interests	4,765	2,580	-	-
Total equity	<u>995,706</u>	<u>936,572</u>	<u>244,469</u>	<u>221,391</u>

1(b) (ii) Aggregate amount of group's borrowings and debt securities

Amount repayable in one year or less, or on demand

As at 31-Mar-2010		As at 31-Mar-2009	
Secured	Unsecured	Secured	Unsecured
70,095,582	2,562,500	77,147,455	9,546,000

Amount repayable after one year

As at 31-Mar -2010		As at 31-Mar-2009	
Secured	Unsecured	Secured	Unsecured
140,535,887	-	111,122,028	-

Details of any collateral

Investment properties with a fair value as at 31 March 2010 totaling \$168.5 million have been mortgaged to banks for banking facilities granted to a jointly controlled entity. Total loans drawn on such facilities as at 31 March 2010 amounted to \$102.5 million. Short term loans of HK\$99.4 million (equivalent to S\$17.9 million) and US\$25.0 million (equivalent to S\$35.0 million) granted to subsidiaries were secured by marketable securities and shares of subsidiaries which own an investment property with a fair value as at 31 March 2010 of S\$95.7 million. Bank loans of RMB 41.1 million (equivalent to S\$ 8.4 million) granted to jointly controlled entities were secured by fixed deposits totaling US\$6.9 million (equivalent to S\$9.7 million). Bank facilities granted to jointly controlled entities, of which an amount of Rmb 227.8 million (equivalent to S\$46.8 million) have been drawn, were secured by investment properties with a fair value as at 31 March 2010 of \$113.6 million and a fixed deposit of \$17 million.

1(c) A cash flow statement (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year

Consolidated Cash Flow Statement for the period

	Group		Group	
	31-Mar-2010	31-Mar-2009	31-Mar-2010	31-Mar-2009
	\$'000	\$'000	\$'000	\$'000
Cash flows from operating activities				
Operating profit before reinvestment in working capital	12,198	10,801	35,978	36,426
Decrease / (increase) in inventories	764	(69)	(1,409)	(1,002)
(Increase) / decrease in accounts receivable	(163)	2,154	(555)	(2,164)
Decrease / (increase) in short term investments	10	1,649	(4,612)	1,798
(Decrease) / increase in accounts payable	(7,569)	27,827	(18,273)	25,870
Cash generated from operations	5,240	42,362	11,129	60,928
Interest expense paid	(2,725)	(1,992)	(9,372)	(10,283)
Interest income received	2,550	1,393	12,573	10,353
Income taxes paid	(2,016)	(2,279)	(12,955)	(9,929)
Net cash provided by operating activities	3,049	39,484	1,375	51,069
Cash flows from investing activities				
Additions to property, plant & equipment	(486)	(1,006)	(4,500)	(2,054)
Proceeds from redemption of bonds	-	-	-	38,556
Proceeds from return of investment in investee company	-	32,684	-	32,684
Additional cost to investment property	(1,230)	-	(10,748)	-
Additional cost to properties under development	-	(75,555)	-	(75,555)
Increase in investments	(1,051)	-	(6,639)	-
Partial disposal / acquisition of jointly controlled entity, net of cash disposed / acquired	(2,360)	(8,636)	(2,360)	(8,636)
Proceeds from sale of property, plant & equipment	72	14	163	244
Proceeds from disposal of available-for-sale investments	-	-	4,068	-
Decrease/ (increase) in amount owing by associated companies	949	(9,613)	(38,325)	(20,705)
Additional loans to jointly controlled entities	3,347	(7,818)	(1,960)	(20,970)
Repayment of loan to investee company	-	15,834	-	15,834
Dividends received from associated company	-	-	-	7,500
Dividends received from quoted and unquoted investments	1,205	6,615	3,482	11,322
Changes in fixed deposits held as security	5,119	(31,383)	4,631	23,902
Net cash provided / (used in) by investing activities	5,565	(78,864)	(52,188)	2,122
Cash flows from financing activities				
Drawdown of bank borrowings	2,099	25,942	57,000	43,519
Repayment of bank borrowings	-	(256)	(13,986)	(50,986)
Purchase of treasury shares	-	-	(1,131)	(266)
Proceeds from issue of shares	3,802	-	3,802	-
Proceeds from issue of warrants	-	-	-	4,415
Additional / (repayment) of loans from minority interest	-	-	1,261	(2,402)
Dividend paid to minority shareholders	-	-	(251)	(712)
Dividend paid	-	-	(12,600)	(6,308)
Net cash provided by/ (used in) financing activities	5,901	25,686	34,095	(12,740)
Net increase/ (decrease) in cash and cash equivalents	14,515	-	13,694	40,451
Effect of exchange rate changes on cash and cash equivalents	-	1,931	2,432	2,749
Cash & cash equivalents at beginning of financial period	132,857	173,421	161,658	118,458
Cash & cash equivalents at end of financial period	147,372	161,658	147,372	161,658

Consolidated Cash Flow Statement for the period ended (Cont'd)

	Group		Group	
	4th Qtr	4th Qtr	Full Year	Full Year
	ended	ended	ended	ended
	31-Mar-2010	31-Mar-2009	31-Mar-2010	31-Mar-2009
	\$'000	\$'000	\$'000	\$'000
Reconciliation between profit from operating activities before taxation and operating profit before reinvestment in working capital				
Profit from operating activities before taxation	68,234	28,545	114,951	38,947
Adjustments for:				
Deficit/ (gain) from fair value adjustments on investment properties	(49,682)	44,589	(49,682)	44,589
Interest expense	2,725	1,992	9,372	10,283
Depreciation of property, plant and equipment	791	490	2,614	1,981
Share of results of associated companies	5,044	(45,304)	21,524	(34,822)
Interest and investment income	(10,783)	(14,174)	(42,957)	(40,147)
Profit on disposal of property, plant and equipment	(82)	(10)	(125)	(172)
Write off of inventory	52	141	856	1,423
Provision for doubtful debts	310	23	310	261
Fixed assets written off	9	-	9	9
Provision of obsolete inventory	58	4	115	14
Changes in fair value of short term investments	(2,932)	(3,130)	(17,356)	15,706
Changes in fair value of financial derivatives	-	(555)	-	(555)
Foreign exchange adjustments	156	(306)	105	413
Profit on disposal of available-for-sale investments	-	-	(2,056)	-
Gain on exercise of call option	(1,702)	-	(1,702)	-
Negative goodwill on acquisition of jointly controlled entities	-	(1,504)	-	(1,504)
Operating profit before reinvestment in working capital	<u>12,198</u>	<u>10,801</u>	<u>35,978</u>	<u>36,426</u>

The fair value of net assets of jointly controlled entities disposed was as follows:-

	Year ended 31-Mar-2010 S\$'000
Investment properties	29,234
Fixed Assets	9
Other debtors	177
Cash at bank	<u>3,738</u>
	33,158
Accounts payable	(815)
Amount owing from jointly controlled entities	(15,641)
Bank borrowings	(13,412)
Deferred taxation	<u>(1,446)</u>
Net identifiable assets and liabilities disposed	<u>1,844</u>
Net identifiable assets	1,844
Profit on disposal	1,702
Negative goodwill on disposal	(2,168)
Net cash disposed with the jointly controlled entities	<u>(3,738)</u>
Net cash outflow on disposal	<u>(2,360)</u>

The above profit on disposal resulted from the exercise of a call option by a fellow shareholder of jointly controlled entities owning EC Mall and Metropolis Tower.

1 (d) (i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year

Statement of Changes in Shareholders' Equity

	Group		Company	
	Year ended 31-Mar-2010 \$'000	Year ended 31-Mar-2009 \$'000	Year ended 31-Mar-2010 \$'000	Year ended 31-Mar-2009 \$'000
Share Capital				
Balance at 1 April	126,155	126,155	126,155	126,155
Conversion of warrants into shares	4,224	-	4,224	-
Balance at 31 March	<u>130,379</u>	<u>126,155</u>	<u>130,379</u>	<u>126,155</u>
Treasury Shares				
Balance at 1 April	(266)	-	(266)	-
Purchase of treasury shares	(1,131)	(266)	(1,131)	(266)
Balance at 31 March	<u>(1,397)</u>	<u>(266)</u>	<u>(1,397)</u>	<u>(266)</u>
Warrants				
Balance at 1 April	4,315	-	4,315	-
Proceeds from issue of 63,077,667 warrants	-	4,415	-	4,415
Expenses relating to warrant issue	-	(100)	-	(100)
Conversion of warrants into shares	(422)	-	(422)	-
Balance at 31 March	<u>3,893</u>	<u>4,315</u>	<u>3,893</u>	<u>4,315</u>
Revaluation Reserve				
Balance at 1 April	16,891	8,740	6,301	6,301
Other comprehensive income for the year	-	8,151	-	-
Balance at 31 March	<u>16,891</u>	<u>16,891</u>	<u>6,301</u>	<u>6,301</u>
Fair Value Reserve				
Balance at 1 April	(4,390)	58,194	-	-
Other comprehensive income for the year	20,563	(62,584)	-	-
Balance at 31 March	<u>16,173</u>	<u>(4,390)</u>	<u>-</u>	<u>-</u>
Foreign Currency Translation Reserve				
Balance at 1 April	44,099	(27,598)	-	-
Other comprehensive income for the year	(47,546)	71,697	-	-
Balance at 31 March	<u>(3,447)</u>	<u>44,099</u>	<u>-</u>	<u>-</u>

Statement of Changes in Shareholders' Equity (Cont'd)

	Group		Company	
	Year ended 31-Mar-2010 \$'000	Year ended 31-Mar-2009 \$'000	Year ended 31-Mar-2010 \$'000	Year ended 31-Mar-2009 \$'000
Revenue Reserve				
Balance at 1 April	747,188	714,085	84,886	93,595
Profit/(loss) attributable for the year	93,861	39,411	33,007	(2,401)
Dividend paid, less income tax	(12,600)	(6,308)	(12,600)	(6,308)
Balance at 31 March	<u>828,449</u>	<u>747,188</u>	<u>105,293</u>	<u>84,886</u>
Total Shareholders' equity	<u>990,941</u>	<u>933,992</u>	<u>244,469</u>	<u>221,391</u>
Minority Interest				
Balance at 1 April	2,580	8,643	-	-
Dividend paid by subsidiaries to minority shareholders	(251)	(712)	-	-
Additional /(repayment) of shareholders' loan	1,261	(2,402)	-	-
Total comprehensive income for the period	1,175	(2,949)	-	-
Balance at 31 March	<u>4,765</u>	<u>2,580</u>	<u>-</u>	<u>-</u>
Total equity	<u>995,706</u>	<u>936,572</u>	<u>244,469</u>	<u>221,391</u>

1(d) (ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares or cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

During the financial year, the Company acquired 1,700,000 of its own shares through on-market purchases on the Singapore Exchange Securities Trading Limited and these shares were held as treasury shares.

As at 31 March 2010, there were 2,469,000 treasury shares (as at 31 March 2009: 769,000).

During the financial year ended 31 March 2010, the Company issued 6,033,464 shares from the exercise of 6,033,464 warrants arising from the warrants issued.

As at 31 March 2010, there were 57,044,203 warrants (as at 31 March 2009: 63,077,667) that could be exercised into ordinary shares. Each warrant carries the right to subscribe in cash for one new share in the issued share capital of the Company at \$0.63.

1(d) (iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

	As at 31 March 2010 (end of current financial period)	As at 31 March 2009 (end of immediately preceding year)
Total number of issued shares (excluding treasury shares)	634,341,140	630,007,676

1(d) (iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

Treasury shares as at 1 April 2009	769,000
Share Buy-back on	
- 20 August 2009	1,000,000
- 1 December 2009	700,000
Treasury shares as at 31 March 2010	<u>2,469,000</u>

2. Whether the figures have been audited or reviewed and in accordance with which auditing standard or practice

The figures have not been audited or reviewed by the Company's auditors.

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter)

Not applicable.

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied

Except as disclosed in paragraph 5 below, the Group has applied the same accounting policies and methods of computation in the financial statements for the current financial period as compared to the most recently audited financial statements as at 31 March 2009.

5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

The Group has adopted the new and revised Singapore Financial Reporting Standards ("FRSs") that are mandatory for financial years beginning on and after 1 April 2009, where applicable. The adoption of these standards did not result in substantial changes to the Group's accounting policies, and there is no material impact on the retained earnings of the Group as at 1 April 2009. However, a 2009 Amendment to Appendix to FRS 18 Revenue requires revenue from concessions to be shown on a net basis, being the commission received rather than the gross value achieved by the concessionaire on the sale. The effect is shown in Paragraph 1 (a) and 1 (a) (ii). Accordingly, the comparatives have been restated.

6. Earnings per ordinary share of the group for the current period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends

Earnings Per Share

	Group Figures	
	Latest Period	Previous corresponding period
Earnings per ordinary share based on net profit attributable to shareholders and after deducting any provision for preference dividends		
(a) Based on existing issued share capital	14.9 cents	6.25 cents
(b) On a fully diluted basis	13.7 cents	6.25 cents

Earnings per share is calculated on the Group's profit attributable to shareholders of the Company divided by the weighted average number of ordinary shares of 630,224,060 for the year ended 31 March 2010 (year ended 31 March 2009: 630,750,289).

Diluted earnings per ordinary share is computed based on the same basis as earnings per share by applying the weighted average number of ordinary shares in issuance during the periods under review and adjusted to include all potential dilutive ordinary shares up to 31 March 2010.

7. Net asset value (for the issuer and group) per ordinary share based on issued share capital of the issuer at the end of the (a) current period reported on and (b) immediately preceding financial year

Net Asset Value

	Group	Company
Net asset value per ordinary share based on issued share capital at end of the period reported on		
(a) Current Period	156.2 cents	38.5 cents
(b) 31 March 2009	148.3 cents	35.1 cents

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following: (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on

8(a) Segmental Results for Fourth Quarter ended 31 March

Business segment

	Property \$'000	Retail \$'000	Inter-segment Elimination \$'000	Group \$'000
2010				
Sales to external customers	14,055	25,862	-	39,917
Inter-segment sales	277	-	(277)	-
Segment revenue	<u>14,332</u>	<u>25,862</u>	<u>(277)</u>	<u>39,917</u>
Segment results	24,102	2,219	-	26,321
Finance costs	(2,725)	-	-	(2,725)
Gain from fair value adjustments on investment properties	49,682	-	-	49,682
Share of results of associated companies (net of tax)	<u>(6,056)</u>	<u>1,012</u>	<u>-</u>	<u>(5,044)</u>
Profit before taxation	<u>65,003</u>	<u>3,231</u>	<u>-</u>	<u>68,234</u>
Taxation				<u>(12,267)</u>
Profit for the period				<u>55,967</u>
Attributable to:				
Shareholders of the Company				55,977
Minority interests				<u>(10)</u>
				<u>55,967</u>

8(a) Segmental Results for Fourth Quarter ended 31 March (Cont'd)

Business segment

	Property \$'000	Retail \$'000	Inter-segment Elimination \$'000	Group \$'000
2009				
Sales to external customers	14,996	19,684	-	34,680
Inter-segment sales	157	-	(157)	-
Segment revenue	<u>15,153</u>	<u>19,684</u>	<u>(157)</u>	<u>34,680</u>
Segment results	28,446	1,376	-	29,822
Finance costs	(1,992)	-	-	(1,992)
Deficit from fair value adjustments on investment properties	(44,589)	-	-	(44,589)
Share of results of associated companies (net of tax)	44,710	594	-	45,304
Profit before taxation	<u>26,575</u>	<u>1,970</u>	<u>-</u>	<u>28,545</u>
Taxation				<u>9,649</u>
Profit for the period				<u>38,194</u>
Attributable to:				
Shareholders of the Company				38,183
Minority interests				<u>11</u>
				<u>38,194</u>

Geographical Segments

	Asean \$'000	Hong Kong and China \$'000	Group \$'000
2010			
Segment revenue	<u>25,862</u>	<u>14,055</u>	<u>39,917</u>
2009			
Segment revenue	<u>19,684</u>	<u>14,996</u>	<u>34,680</u>

8(b) Review

The Group's turnover for the fourth financial quarter to 31 March 2010 ("4QFY2010") increased to \$39.9 million from \$34.7 million in the previous corresponding quarter ("4QFY2009") as the retail division reported higher sales. Profit before tax of \$68.2 million rose from \$28.5 million in 4QFY2009 mainly due to a higher gain from fair value adjustments on investment properties.

The property division's revenue for the quarter declined from \$15.0 million to \$14.1 million. Rental income was lower as Metro City Shanghai continued to be affected by ongoing asset enhancement activities. Metro Tower also reported lower occupancy. The initial contribution from EC Mall and Metropolis Tower helped to mitigate the lower rental. Take up of the new office building in Beijing improved with Metropolis Tower's occupancy rising from 32.6% to 59.1%. Occupancy at EC Mall also improved, rising from 54.8% to 63.2%.

Profit before taxation of the property division rose from \$26.6 million in 4QFY2009 to \$65.0 million in 4QFY2010 as the gain from the fair value adjustments on the Group's investment properties, including those held by associates, was higher by \$45.8 million. Investment income for 4QFY 2010 declined as the previous corresponding 4QFY2009 included a dividend of \$5.5 million from the Group's interest in Hualing Asset Management Co. Ltd which ceased in January 2009.

The portfolio summary of the Group's completed Properties as at 31 March 2010 is as follows:

	<i>Percentage owned by the Group</i>	<i>Tenure</i>	<i>No. of Tenants</i>	<i>Occupancy Rate (%)</i>
Metro City, Shanghai	60%	36 year term from 1993	86	86.8%
Metro City, Beijing	50%	40 year term from 2004	14	74.6%
GIE Tower, Guangzhou	100%	50 year term from 1994	41	86.4%
Metro Tower, Shanghai	60%	50 year term from 1993	20	73.9%
Gurney Plaza Extension, Penang	49%	Freehold	53	98.7%
1 Financial Street, Beijing	45%	50 year term from 2002	22	41.0%
EC Mall, Beijing	25.05%	40 year term from 2001	48	63.2%
Metropolis Tower, Beijing	25.05%	50 year term from 2001	7	59.1%

Sales of the retail division rose 31.4% as compared with 4QFY2009 with a major contribution from the sales of the new Metro City Square department store in Singapore. Consumer sentiment improved although the retail trade remained highly competitive. Sales and profitability of the retail division's associated company in Indonesia remained relatively stable.

During 4QFY2010, Investment properties increased from \$611.7 million to \$630.8 million due to an increase in the fair value of investment properties. As announced on 16 December 2009, a fellow shareholder in the jointly controlled entities owning EC Mall and Metropolis Tower, exercised its call option and this resulted in the Metro Group's effective interest therein reducing from 31.5% to 25.05%. This had the effect, inter alia, of reducing Investment properties by \$29.2 million and Bank borrowings by \$13.4 million. Investments (non-current assets) declined with a decrease in the fair value of investments in Shui On Land Ltd of \$8.7 million. Collateral assets has risen from \$24.6 million to \$51.6 million with the reclassification of investments in unquoted secured loan notes and a convertible bond from short term investments. The loan notes and convertible bond are secured by certain underlying assets. There were no other material factors that affected the cashflow, working capital, assets and liabilities of the Group during the current financial quarter reported on.

Further to the announcement dated 21 July 2008, proceedings continue on the two law suits filed in the High Court of Malaya at Kuala Lumpur by the Company against the directors of Gurney Plaza Sdn Bhd ("GPSB"), which is an indirectly owned associated company of the Company that is incorporated in Malaysia. The Company's claims against the directors of GPSB are premised on oppression of a minority shareholder under Section 181 of the Malaysian Companies Act 1965 and/or the exceptions to the rule in *Foss v Harbottle* for harm done to GPSB. There have been no material developments to date and the Company will make further announcements as and when there are any material developments.

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results

No forecast or prospect statement has been issued for the period being reported on.

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

Rental income of the Group's four mature properties in the PRC is expected to continue to grow steadily. Improved occupancy of the new buildings, EC Mall and Metropolis Tower, in Beijing will be supportive of rental growth. Conditions precedent relating to the disposal of 1 Financial Street, which was announced on 8 March 2010, are targeted to be fulfilled by 2QFY2011.

The contribution of the new Metro City Square department store in Singapore will continue to assist the retail division in improving on topline sales performance. The trading environment for the retail trade is expected to remain competitive, both in Singapore and Indonesia.

11. Dividends

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on? Yes

Name of Dividend	Tax exempt (one tier) Final
Dividend Type	Cash
Dividend Amount per share (in cent)	2.0 cents per ordinary share

Name of Dividend	Special Tax exempt (one-tier) Final
Dividend Type	Cash
Dividend Amount per share (in cent)	1.0 cent per ordinary share

(b) Corresponding Period of the Immediately preceding financial year? Yes

Name of Dividend	Tax exempt (one tier) Final
Dividend Type	Cash
Dividend Amount per share (in cent)	2.0 cents per ordinary share

(c) Date payable

The dividend payment date will be announced later.

(d) Book closure date

The notice of the closure of the Register of Members and Transfer Books of the Company for the purposes of determining the entitlement to the dividend will be announced later.

12. If no dividend has been declared/recommended, a statement to that effect

Not applicable

PART II – ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT

13. Segmental revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year.

Business segment	Property \$'000	Retail \$'000	Inter-segment Eliminations \$'000	Group \$'000
2010				
Sales to external customers	54,654	96,327	-	150,981
Inter-segment sales	930	-	(930)	-
Segment revenue	<u>55,584</u>	<u>96,327</u>	<u>(930)</u>	<u>150,981</u>
Segment results	90,994	5,171	-	96,165
Finance costs	(9,372)	-	-	(9,372)
Share of results of associated companies (net of tax)	(22,515)	991	-	(21,524)
Gain from fair value adjustments on investment properties	<u>49,682</u>	<u>-</u>	<u>-</u>	<u>49,682</u>
Profit before taxation	108,789	6,162	-	114,951
Taxation				<u>(20,962)</u>
Profit for the year				<u>93,989</u>
Attributable to:				
Shareholders of the Company				93,861
Minority interests				<u>128</u>
				<u>93,989</u>

Business segment

	Property \$'000	Retail \$'000	Inter-segment Eliminations \$'000	Group \$'000
2009				
Sales to external customers	52,341	86,167	-	138,508
Inter-segment sales	810	-	(810)	-
Segment revenue	<u>53,151</u>	<u>86,167</u>	<u>(810)</u>	<u>138,508</u>
Segment results	55,711	3,286	-	58,997
Finance costs	(10,283)	-	-	(10,283)
Share of results of associated companies (net of tax)	33,249	1,573	-	34,822
Gain from fair value adjustments on investment properties	<u>(44,589)</u>	<u>-</u>	<u>-</u>	<u>(44,589)</u>
Profit before taxation	34,088	4,859	-	38,947
Taxation				676
Profit for the year				<u>39,623</u>
Attributable to:				
Shareholders of the Company				39,411
Minority interests				212
				<u>39,623</u>

Geographical segments

	Asean \$'000	Hong Kong and China \$'000	Group \$'000
2010			
Segment revenue	<u>96,327</u>	<u>54,654</u>	<u>150,981</u>
2009			
Segment revenue	<u>86,167</u>	<u>52,341</u>	<u>138,508</u>

14. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments.

Group turnover for the financial year to 31 March 2010 (“FY2010”) rose to \$151.0 million from \$138.5million in the previous year (“FY2009”) due to higher sales of the retail division with the new Metro City Square department store as a major contributor.

The Group’s profit before tax rose from \$38.9 million to \$114.9 million. Gains from fair value adjustments on investment properties, including those held by associates, totaled \$54.9 million compared with FY2009’s gain from these fair value adjustments of \$9.0 million. The property division’s results was also boosted by an increase in the fair value of the Group’s portfolio of short term investments of \$17.4 million compared with a deficit of \$15.7 million in FY2009.

The retail division faced difficult trading conditions at the beginning of FY2010 with Singapore’s economy in recession then. However consumer demand improved, particularly in 4QFY2010. Whilst the influx of new retail space at the new malls served to draw-in shoppers, the heightened competition presented its own challenges. For the retail division, the opening of the new Metro City Square department store contributed to improved sales performance. Promotional activities of the Indonesian associate assisted in maintaining the level of sales. However, this resulted in pressure on margins.

15. A breakdown of sales

	31-Mar-2010	31-Mar-2009	%
	\$'000	\$'000	Increase/ (Decrease)
	Group	Group	
a) Sales reported for the first half year	69,679	66,325	5.06
b) Operating profit after tax before deducting minority interest reported for the first half year	22,540	825	n.m.
c) Sales reported for the second half year	81,302	72,183	12.63
d) Operating profit after tax before deducting minority interest reported for the second half year	71,449	38,798	84.16

16. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year

Total Annual Dividend

	Year Ended	
	31-Mar-2010	31-Mar-2009
	S\$'000	S\$'000
Ordinary final dividend	12,687	12,600
Special dividend	6,343	-
Total	19,030	12,600

BY ORDER OF THE BOARD

Tan Ching Chek and Lee Chin Yin
Joint Company Secretaries
Date 24 May 2010



NEWS RELEASE

METRO REPORTS STRONG NET PROFIT OF S\$93.9 MILLION FOR FY2010

- *Earnings per share jumps 138.4% to 14.9 cents*
- *Strong balance sheet with cash and cash equivalents of S\$174.1 million*
- *Shareholders' equity increases 6.1% to S\$990.9 million*
- *Maintains low net gearing of 0.04 times as at March 31, 2010*
- *Proposes a special final dividend of one Singapore cent and an ordinary final dividend of two Singapore cents per ordinary share*
 - o *Total payout ratio of 20.3%*

Singapore, May 24, 2010 – Mainboard-listed Metro Holdings Limited (“Metro” or the “Group”) (“美罗控股有限公司”), a growing property development and investment group backed by established retail operations in the region, today reported a 138.2% increase in net profit attributable to shareholders to S\$93.9 million on a 9% increase in revenue to S\$151.0 million for the full year ended March 31, 2010 (“FY2010”).

For the fourth quarter ended March 31, 2010 (“4QFY2010”), the Group achieved a 46.5% increase in net profit attributable to shareholders of S\$56.0 million on a 15.1% rise in revenue to S\$39.9 million.

The rise in 4QFY2010 net profit attributable to shareholders is mainly attributed to a higher gain of S\$22.3 million from fair value adjustments on the Group’s investment properties, including those held by associates.

Accordingly, earnings per share jumped 138.4% to 14.9 Singapore cents in FY2010.

Commented Lt Gen (Rtd) Winston Choo (朱维良), Metro's Chairman: "We are delighted that both our Property and Retail divisions delivered stronger performance in 4QFY2010, resulting in improved topline and bottomline results. Our new buildings, EC Mall and Metropolis Tower in Beijing, have started to make meaningful contributions to bottomline and will be supportive of rental growth going forward. Four of our mature properties in China continue to enjoy healthy occupancy rates averaging 80.4%. On the retail front, our newly-opened Metro City Square department store in Singapore continued to contribute to our revenue growth."

Review of Financial Performance

Revenue for the Group's core Property Division declined marginally by 6.3% to S\$14.1 million in 4QFY2010 from S\$15.0 million in 4QFY2009. Rental income was lower at Metro City Shanghai as it continued to be affected by ongoing asset enhancements. This was mitigated by higher contributions from the newly-opened EC Mall and Metropolis Tower in Beijing, which saw occupancy rising to 63.2% and 59.1% respectively.

Sales of the Retail Division rose 31.4% as compared to 4QFY2009, with a major contribution from the newly-opened Metro City Square department store in Singapore. Sales and profitability of the Retail Division's associated company in Indonesia remained relatively stable in 4QFY2010.

In FY2010, the Group's turnover increased 9.0% to S\$151.0 million from S\$138.5 million in FY2009 due to higher sales of the Retail Division with the new Metro City Square department store as a major contributor.

Segmentally, revenue from the Group's Property Division rose 4.6% to S\$54.7 million in FY2010 from S\$52.3 million in FY2009, mainly due to higher rental income resulting from higher contributions from Metro City Beijing and two new properties at EC Mall and Metropolis Tower in Beijing. Turnover for the Retail Division was up 11.7% to S\$96.3 million in FY2010 as compared to S\$86.2 million in FY2009.

For FY2010, the Group's pretax profit for the Property Division jumped more than three fold to S\$108.8 million. Gains from fair value adjustment on investment properties totalled S\$54.9 million compared with S\$9.0 million in FY2009 from these fair value adjustments. Pretax profit was also boosted by the Property Division's higher rental income and an increase in fair value of the Group's portfolio of short term investments of S\$17.4 million compared to a deficit of S\$15.7 million in FY2009. The Retail Division's pretax profit was up 26.8% to S\$6.2 million in FY2010 as compared to S\$4.9 million in FY2009.

Strong Balance Sheet

The Group maintained a strong balance sheet with cash and cash equivalents of S\$174.1 million as at March 31, 2010. Shareholders' equity stood at S\$990.9 million and net gearing remained low at 0.04 times.

Buoyed by the Group's healthy balance sheet, the Group has proposed a special dividend of one Singapore cent and an ordinary final dividend of two Singapore cents per share. This translates to a payout ratio of 20.3% of the Group's net profit attributable to shareholders for FY2010.

Outlook

The Group's four mature properties, located in China's first-tier cities, continue to enjoy healthy occupancy rates averaging 80.4% as well as steady rental income. On the whole, demand has been supportive of the new supply of office space in Beijing. Occupancies of the new office building Metropolis Tower and the EC Mall retail property in Beijing have improved and will be supportive of rental growth.

Conditions precedent relating to the disposal of 1 Financial Street, which was announced on March 8, 2010, are targeted to be fulfilled by 2QFY2011.

Though the trading environment for the retail trade is expected to remain competitive, both in Singapore and Indonesia, contribution from the newly-opened Metro City Square department store in Singapore will continue to assist the Retail Division in improving its topline sales performance.

Concluded Lt Gen (Rtd) Winston Choo, "We will continue to re-balance our portfolio in Asia, with a special focus on fast growing regions. In China, we have taken minority stakes in Tesco QinHuangDao, Fushun and Anshan in view of good occupancy rates at both Tesco Lifespace, QinHuangDao and Tesco Living Mall, Fushun whilst Tesco Living Mall, Anshan is scheduled to open in September 2010.

"As for our four mature properties in China, we will continue to optimise tenant mix and look for enhancement opportunities as well as improve efficiency of mall management.

"Overall, we will continue to ride on the uptrend of the recovering economy and leverage on our strong balance sheet to grow our business. Our current low borrowing ratio allows greater flexibility for good investment opportunities as we grow our commercial and retail property business in the Asia-Pacific region."

About Metro Holdings Limited

Listed on the Main Board of the SGX-ST in 1973, Metro Holdings started out in 1957 as a textile store on 72 High Street. Over the years, Metro has grown to become a property and retail group with operations/investments in the region.

Today, the Group operates two core business segments – property development and investment, and retail – and is focused on key markets in the region such as China, Indonesia and Singapore.

Property Development and Investment

The Group's property arm owns and manages several prime retail and office properties in first-tier cities in China, such as Beijing, Shanghai and Guangzhou, and also holds significant investments in certain property businesses in China.

Retail

Metro's retail arm serves customers through a chain of four Metro department stores in Singapore, and another five department stores in Jakarta and Bandung, Indonesia. The Metro shopping brand is an established household name in the retail industry, and offers a wide range of quality merchandise over 879,000 square feet of downtown and suburban retail space.

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062/10/002/MHL

May 21, 2010